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November 17, 2021

VIA IBFS

Marlene Dortch, Secretary
Federal Communications Commission
Office of the Secretary
45 L Street, N.E.
Washington, DC 20554
Attn: International Bureau

Re: Notification Regarding the *Pro Forma* Change in Ownership of US Matrix Telecommunications Inc.

Dear Secretary Dortch:

US Matrix Telecommunications, Inc. ("US Matrix" or "Licensee"), Philos Telecommunications, Inc. ("Philos Telecommunications") and Rezon8 Capital & Advisory Group LLC ("Rezon8" or collectively the "Transferors") and MDG Matrix Datacenters Group, Inc. ("MDG Matrix" or "Transferee") (Licensee, Transferor and Transferee collectively, the "Parties"), pursuant to 47 C.F.R. § 63.24(f), notify the Commission of a *pro forma* change in direct ownership of Licensee completed on November 1, 2021.

The *Pro Forma Change* (as defined in Attachment 1) involved the insertion of an intermediate holding company, MDG Matrix, between Licensee and Rezon8 and the merger of Philos Telecommunications into MDG Matrix. Eber Luglio de Lacerda and K. Paul Singh each still indirectly own a 50% interest in US Matrix. Because the ultimate control and ownership of Licensee did not change, the *Pro Forma Change* was *pro forma* in nature.

US Matrix signed a letter of assurance with Team Telecom on July 15, 2015 because Mr. Lacerda is a non-US citizen. Since then, Mr. Lacerda has received his US citizenship.

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Information Required by Section 63.24(f)(2)

As required by Sections 63.24(f)(2), the Parties provide the following information required by 47 C.F.R. § 63.18(a) through (d) and (h):

Sections 63.18(a): Name, address and telephone number of the Parties:

US Matrix Telecommunications, Inc.
4000 Hollywood Blvd., Suite 555-S
Hollywood, Florida 33023
Phone: (917) 636-5980

Philos Telecommunications, Inc.
808 Columbus Avenue, 19G
New York, New York 10025
Phone: (917) 636-5980

Rezon8 Capital & Advisory Group LLC
9888 Windy Hollow Road
Great Falls, Virginia 22066
Phone: (703) 835-1890

MDG Matrix Datacenters Group, Inc.
591 East Sample Road, Suite 140
Pompano Beach, Florida 33064
Phone: (917) 636-5980

Sections 63.18(b): Organization of the Parties:

US Matrix Telecommunications, Inc. is organized under the laws of Florida.

Philos Telecommunications, Inc. is organized under the laws of Florida.

Rezon8 Capital & Advisory Group LLC is organized under the laws of Virginia.

MDG Matrix Datacenters Group, Inc. is organized under the laws of Delaware.

Section 63.18(c): Correspondence concerning this filing should be sent to the Parties' counsel:

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Morgan, Lewis and Bockius LLP
1111 Pennsylvania Avenue, N.W.
Washington, DC 20006-1806
202-373-6000 (Tel)
202-373-6001 (Fax)
ulises.pin@morganlewis.com
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Section 63.18(d): Licensee holds international Section 214 authority to provide global or limited global facilities-based service, global or limited global resale service granted in IB File No. ITC-214-20130111-00010.

Sections 63.18(h): See **Attachment 1** for the current ownership of Licensee and a description of the *Pro Forma Change*. See **Attachment 2** for charts depicting the pre-*Pro Forma Change* and current corporate ownership structure of Licensee.

The Parties certify that the *Pro Forma Change* was *pro forma*, and did not result in a change in the ultimate control of the Licensee, as Mr. Lacerda and Mr. Singh each still indirectly own 50% of US Matrix, or the authorizations held by the Licensee.

* * * *

This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ Ulises R. Pin

Ulises R. Pin
Leetal Weiss

Counsel for US Matrix Telecommunications, Inc.

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

The following entities currently hold, directly or indirectly, a 10% or greater interest¹ in US Matrix Telecommunications, Inc. ("US Matrix"), as calculated pursuant to the Commission's ownership attribution rules for international telecommunications carriers.

MDG Matrix Datacenters Group, Inc.

Address: 591 East Sample Road, Suite 140, Pompano Beach, Florida 33064

Citizenship: US Corporation

Principal Business: Telecommunications provider

Interest: Direct interest of 100% in US Matrix

Eber Luglio de Lacerda

Address: 231 Riverside Drive Unit 2502 Holly Hill, Florida 32117

Citizenship: US

Principal Business: Individual, CEO of US Matrix

Interest: Direct interest of 50% in MDG Matrix Datacenters Group, Inc.

Rezon8 Capital & Advisory Group LLC ("Rezon8")

Address: 9888 Windy Hollow Road, Great Falls, Virginia 22066

Citizenship: US Limited Liability Company

Principal Business: Holding company

Interest: Direct interest of 50% in MDG Matrix Datacenters Group, Inc.

K. Paul Singh

Address: 9888 Windy Hollow Road Great Falls, Virginia 22066

Citizenship: US

Principal Business: Individual

Interest: Direct interest of 100% in Rezon8.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

Licensee does not have any interlocking directorates with a foreign carrier.

Answer to Question 13 - Description of the *Pro Forma* Change

The *Pro Forma Change* involved the insertion of one intermediate holding company, MDG Matrix, between Licensee and Rezon8 and the merger of Philos Telecommunications into MDG Matrix (the "*Pro Forma Change*"). As a result of the *Pro Forma Change*, US Matrix became an

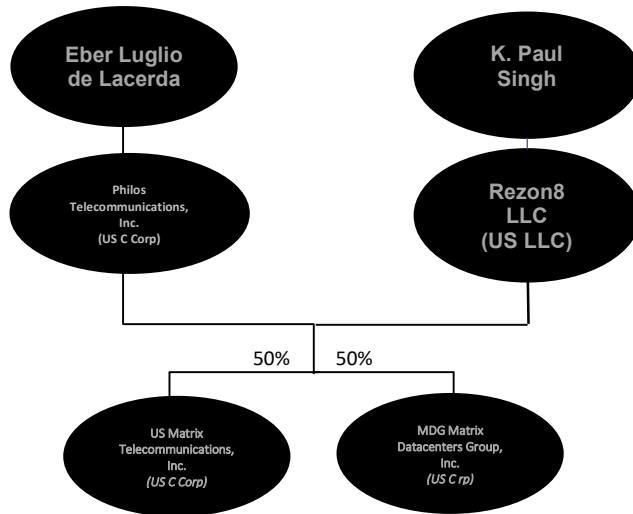
¹ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

indirect, wholly owned subsidiary of Rezon8 and no longer a subsidiary of Philos Telecommunications. Mr. Lacerda and Mr. Singh each still indirectly own a 50% interest in US Matrix.

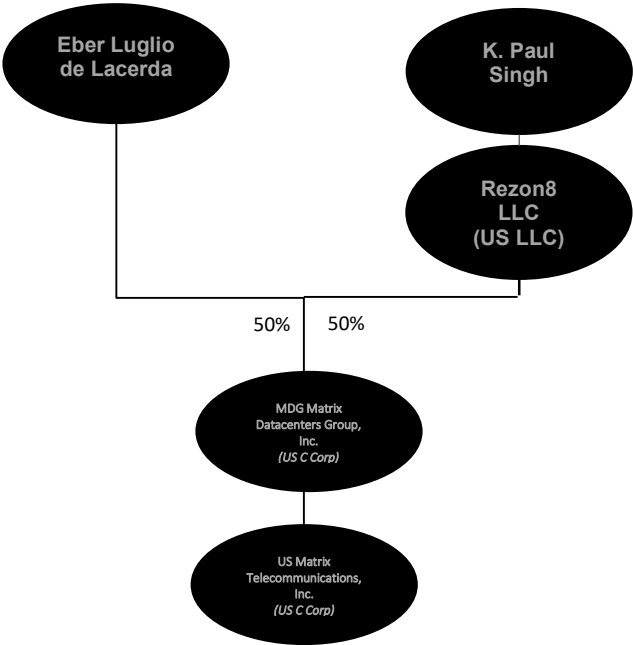
Charts depicting the pre-*Pro Forma Change* and current ownership structure of Licensee are attached as **Attachment 2**.

ATTACHMENT 2

Pre-Pro Forma Change Structure Chart



Current Corporate Ownership Structure Chart



VERIFICATION

I, Eber Luglio de Lacerda, hereby declare that I am CEO of US Matrix Telecommunications, Inc. (the “Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 16th day of November, 2021.



Eber Luglio de Lacerda
CEO
US Matrix Telecommunications, Inc.